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03-26-2001

04-11-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #57



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101671970

3-26-01

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type		Conveyance Type	
<input checked="" type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____	<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____	<input type="checkbox"/> Corrective Document Reel # _____ Frame # _____	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment
		<input type="checkbox"/> Merger	Effective Date Month Day Year _____
		<input type="checkbox"/> Change of Name	
		<input type="checkbox"/> Other _____	

Conveying Party Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership Association

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

04/11/2001 GT0M11 00000004 75442423

01 FC:401 40.00 DP

02 FC:402 200.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 002267 FRAME: 0395

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75442423"/>	<input type="text" value="75535013"/>	<input type="text" value="74651822"/>	<input type="text" value="2049415"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75241282"/>	<input type="text" value="75431136"/>	<input type="text" value="74667369"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75535014"/>	<input type="text" value="75576335"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Karen A. McGee
Name of Person Signing


Signature

3/26/01
Date Signed

TRADEMARK ASSIGNMENT

This Assignment granted effective as of January 30, 2001, by IMPERIAL BANK ("Assignor") and PLAY STREAMING MEDIA GROUP, INC. ("Assignee"), as follows:

WITNESSETH

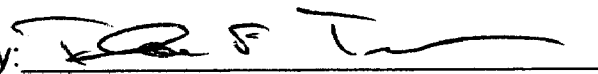
WHEREAS, PLAY INDUSTRIES (the "Company") executed a Intellectual Property Security Agreement, dated May 14, 1999, in favor of Assignor, duly recorded on June 21, 1999, at Trademark Reel 1916, Frame 0673 in the United States Patent and Trademark Office (the "Agreement"), pursuant to which the Company assigned and granted to Assignor a security interest in and to all of the Company's right, title and interest in and to certain trademarks, service marks, trade names and applications therefor, as more specifically listed on Exhibit A attached hereto (the "Marks") and the goodwill associated therewith.

WHEREAS, the Assignor wishes to assign all of its right, title and interest in and to the Marks to the Assignee and to assign all of Assignor's liens, claims and encumbrances respecting the Marks, and the goodwill associated therewith, without representation or warranty (collectively, the "Rights").

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignor hereby assigns transfers and delivers its entire right, title and interest, including all rights of action and damages for past infringement, in and to the Marks and the Rights, together with the goodwill of the business in connection with which said Marks are used or as symbolized thereby, the registration for such of said Marks as are registered the same to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, licensees or other legal representatives.

IN WITNESSETH WHEREOF, the undersigned, by and through this instrument to executed as of the date written above.

IMPERIAL BANK,

By: 
Name:
Title: Vice President

PLAY STREAMING MEDIA GROUP, INC.

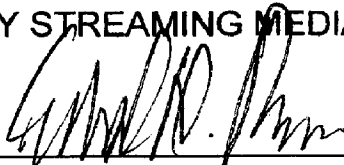
By: 
Name:
Title: _____

EXHIBIT A to Trademark Assignment
LIST OF TRADEMARKS

TRADEMARK	REG. NO. OR SERIAL NO.
Play Incorporated and design	2,120,762 (10-17-97)
Play	2,049,415 (4-1-97)
Gizmos '98	75/442,423 (3-2-98)
Infinity Engine	75/241,282 (7-21-98)
Play Incorporated and design (arrow)	75/535,014 (8-12-98)
Play Incorporated and design (atomic)	75/535,013 (8-12-98)
Snappy Video Snapshot and design	75/431,136 (2-9-98)
Play	75/576,335 (10-26-98)
Snappy	74/651,822 (3-27-95)
Trinity	74/667,369 (4-28-95)